UNITED STATES BANKRUPTCY COUR	l T
SOUTHERN DISTRICT OF NEW YORK	

X	
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:	Chapter 11
:	-
:	Case No. 18-23538 (RDD)
:	
:	(Jointly Administered)
	x : : :

#### **AFFIDAVIT OF SERVICE**

I, Nuno Cardoso, depose and say that I am employed by Prime Clerk LLC ("*Prime Clerk*"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On December 18, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

- Reply in Support of Motion of Debtors for Entry of an Order Extending the Automatic Stay to Certain Non-Debtor Parties [Docket No. 1296] (the "Reply of Motion Extending Automatic Stay to Non-Debtors")
- Debtors' Omnibus Reply to Objections to Junior Debtor-In-Possession Financing [Docket No. 1297] (the "Omnibus Reply to Objections to Junior DIP")

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

On December 18, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served via Email on Akin Gump Strauss Hauer & Feld LLP, Attn: Ira. S. Dizengoff, Phillip C. Dublin, Abid Qureshi, Sara L. Brauner (idizengoff@akingump.com, pdublin@akingump.com, aqureshi@akingump.com, sbrauner@akingump.com):

- Certificate of No Objection Regarding Application of Debtors for Authority to Retain and Employ Jones Lang Lasalle Americas, Inc. and JLL Valuation & Advisory Services, LLC as their Real Estate Advisor, Effective as of November 5, 2018 [Docket No. 1295]
- Certificate of No Objection Regarding Motion of Debtors for Entry of Order Further Extending Time to File Schedules of Assets and Liabilities, Statements of Financial Affairs, and Rule 2015.3 Financial Reports [Docket No. 1307]

On December 18, 2018, at my direction and under my supervision, employees of Prime Clerk caused the Reply of Motion Extending Automatic Stay to Non-Debtors to be served by the method set forth on the DN 1296 Objectors Service List attached hereto as **Exhibit B**.

On December 18, 2018, at my direction and under my supervision, employees of Prime Clerk caused the Omnibus Reply to Objections to Junior DIP to be served Overnight Mail on the DN 1297 Objectors Service List attached hereto as **Exhibit C**.

Dated: December 21, 2018

Nuno Cardoso

State of New York County of New York

Subscribed and sworn to (or affirmed) before me on December 21, 2018, by Nuno Cardoso, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature:

PAUL PULLO
Notary Public, State of New York
No. 01PU6231078
Qualified in Nassau County
Commission Expires Nov. 15, 20

2

#### Exhibit A

### 18-23538-shl Doc 1398 Filed 12/21/18 Entered 12/21/18 16:38:59 Main Document Pg 4 of 22 Exhibit A Master Service list Served as set forth below

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### 18-23538-shl Doc 1398 Filed 12/21/18 Entered 12/21/18 16:38:59 Main Document Pg 5 of 22 Exhibit A Master Service list Served as set forth below

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Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes (8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top Creditor		2950 Express Drive South, Suite 210		
	Computershare Trust Company, N.A.	Islandia NY 11749	Michael.smith2@computershare.com	First Class Mail and Email

### 18-23538-shl Doc 1398 Filed 12/21/18 Entered 12/21/18 16:38:59 Main Document Pg 7 of 22 Exhibit A Master Service list Served as set forth below

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Texas, Groesbeck Independent School District, The City of Groesbeck, Texas, Mexia Independent School District, City of Waco		Attack and a Tarak San		
and/or Waco Independent School District, Midland Central Appraisal District, Central Appraisal District of Taylor County,		Attn: Lee Gordon, Tara LeDay		
Terry County Appraisal District, The County of Wharton, Texas and The County of Williamson, Texas, (jointly "The Texas Ad	McCook Verille Door 0 Alley 5 5	P. O. Box 1269	Harden Combalance	From 1
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### 18-23538-shl Doc 1398 Filed 12/21/18 Entered 12/21/18 16:38:59 Main Document Pg 12 of 22 Exhibit A Master Service list Served as set forth below Main Document

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DESCRIPTION	TO THE STATE OF TH	Attn: James C. Vandermark		MEMOS SI SERVICE
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Counsel to Amerco Real Estate Company	White and Williams LLP	New York NY 10036-6524	vandermarkj@whiteandwilliams.com	Email
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Counsel to the Sivi. Sindicker Company and Amisworth Cervatition are	Winterord, raylor at reston ace	Attn: Victor W. Newmark, Esq.	ogerate reparteent	Email
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counses to bruyton riams (mi), etc	Winder un de Guingrier EE	Attn: Patrick J. Healy	goranamente minicicam	Email
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Wilmington Savings Fund Society, FSB, as Trustee of the 7.00% 12.00% PIK-Toggle Notes	Wilmington Savings Fund Society, FSB	Wilmington DE 19801	phealy@wsfsbank.com	Email
Training Con Surings Fund Society, 155, 65 France of the 7.5570 12.5570 Fix Foggle Hotes	Willington Savings Fana Society, 135	Attn: Sears Holdings Corp. Administrator	pricarye warabankicom	Email
		Corporate Capital Markets		
		50 South Sixth Street, Suite 1290		
Indenture Trustee for the Second Lien Notes	Wilmington Trust, National Association	Minneapolis MN 55402		First Class Mail
indentate tradector the decord dentroted	Willington Hast, National Association	Attn: Steven Cimalore, Vice President		THIS CHASS WIGH
		Rodney Square North		
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Courses to Eastwew Mail, EEC, Greece Mage, EEC & The Marketpalee	Willionte Wanagement Group EEC	Attn: David L. Tillem		THIS Class Wall
	Wilson, Elser, Moskowitz, Edelman & Dicke			
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Counsel to Fruit of the Loom, Inc., Vanity Fair Brands, LP and Russell Brands, LLC	Wyatt, Tarrant & Combs, LLP	Lexington KY 40507-1746	mfullington@wyattfirm.com	Email
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#### Exhibit B

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DN 1296 Objectors Service List Served as set forth below

NAME	NOTICE NAME	ADDRESS	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	EMAIL
		c/o The Employment Law						
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Non-Debtor Parties Robert A. Catalfamo, et								mlevine@ssbny.com;
ano.	Attn: Mark Levine & Michael J. Klein	c/o Stull, Stull & Brody	6 East 45th Street		New York	NY	10017	mklein@ssbny.com
Qazim B. Krasniqi	Attn: Richard A. Klass, Esq.	c/o Courtstreet Law	Attorney of Objectant Qazim B. Krasniqi	16 Court Street, 28th Floor	New York	NY	11241	RichKlass@courtstreetlaw.com

In re: Sears Holdings Corporation, et al. Case No. 18-23538 (RDD)

#### Exhibit C

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#### Exhibit C

DN 1297 Objectors Service List Served via Overnight Mail

DESCRIPTION	NAME	ADDRESS
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In re: Sears Holdings Corporation, et al.

Case No. 18-23538 (RDD)